

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION**

In re: ) Case No. 08-36642-DOT  
)  
CANAL CORPORATION, *et al.*, ) Chapter 11  
)  
Debtors.<sup>1</sup> ) (Jointly Administered)  
)  
)

**SECOND AMENDED PROPOSED AGENDA**  
**FEBRUARY 15, 2011, AT 2:00 P.M. PREVAILING EASTERN TIME**

**I. INTRODUCTION**

Set forth below is a proposed agenda for the hearing scheduled for **February 15, 2011**, beginning at **2:00 p.m.** (the “*Proposed Agenda*”).<sup>2</sup>

The information contained in the Proposed Agenda reflects documents received in our offices as of the date hereof. Counsel to the Debtors have served a copy of this Proposed Agenda in accordance with the Order Establishing Certain Notice, Case

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<sup>1</sup> The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Canal Corporation (f/k/a/ Chesapeake Corporation) (6880), Canal NC Company (f/k/a Chesapeake Printing and Packaging Company) (9208), Canal NY Company, Inc. (f/k/a Chesapeake Pharmaceutical Packaging Company, Inc.) (0010), Canal IH Company (f/k/a Chesapeake International Holding Company) (1532), WTM I Company (1080), Sheffield, Inc. (6314), Canal Resources Company (f/k/a Chesapeake Assets Company) (5293), Canal YR Company (f/k/a Chesapeake Recycling Company) (9383), Canal D&P Company (f/k/a Chesapeake Display and Packaging Company) (4207), Canal Virginia Company (f/k/a The Chesapeake Corporation of Virginia) (6783), Canal Corporation (Wisconsin) (f/k/a Chesapeake Corporation (Wisconsin)) (7682), Canal Corporation (Massachusetts) (f/k/a Chesapeake Corporation (Massachusetts)) (7686), Canal Corporation (D.C.) (f/k/a Chesapeake Corporation (D.C.)) (7684), Canal Corporation (Illinois) (f/k/a Chesapeake Corporation (Illinois)) (7685), Canal Corporation (Louisiana) (f/k/a Chesapeake Corporation (Louisiana)) (7681), Canal FP Company, LLC (f/k/a Chesapeake Forest Products Company, LLC) (6880), Canal DE Company (f/k/a Cary St. Company) (9092), Canal DP Company (f/k/a Delmarva Properties, Inc.) (7160), and Canal SH Company (f/k/a Stonehouse Inc.) (2481).

<sup>2</sup> *Items appearing in bold and italics have been revised since the initial proposed agenda for this hearing.*

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Management and Administrative Procedures (entered on December 30, 2008, at Docket No. 43) (the “Case Management Order”).

The matters set for hearing are divided into the following categories for the purposes of this Proposed Agenda:

- I. Introduction
- II. Uncontested, Agreed or Settled Matters ( [4] Matters)
- III. Continued or Adjourned Matters ( [0] Matters)
- IV. Contested Matters ( [1] Matters)

## **II. UNCONTESTED, AGREED OR SETTLED MATTERS**

- 1. Eighth Quarterly Application of Hunton & Williams LLP, as Attorneys for Debtors and Debtors-in-Possession, for Interim Allowance of Compensation and Reimbursement of all Actual and Necessary Expenses Incurred for the Period October 1, 2010, through December 31, 2010 [Docket No. 1268].

Responses Filed: None.

Replies Filed: None.

Related Filings: Affidavit of Service [Docket No. 1269].

Status: This matter will go forward.

- 2. Eighth Interim Application Of Greenberg Traurig, LLP, As Counsel To The Official Committee Of Unsecured Creditors, For Allowance Of Interim Compensation And Reimbursement Of Expenses Incurred During The Period October 1, 2010 Through December 31, 2010 [Docket No. 1270].

Responses Filed: None.

Replies Filed: None.

Related Filings: Affidavit of Service [Docket No. 1269].

Status: This matter will go forward.

- 3. First Omnibus Motion for Entry of an Order Approving Settlements of Avoidance Action Claims [Docket No. 1275].

Responses Filed: None.

Replies Filed: None.

Related Filings: Notice of Motion and Notice of Hearing [Docket No. 1276]; and

Affidavit of Service [Docket No. 1294].

Status: This matter will go forward.

4. Fourth Interim Application of Tavenner & Beran, PLC for Allowance of Compensation and Expense Reimbursement as Conflicts Counsel to Debtors and Debtors-In-Possession [Docket No. 1279].

Responses Filed: None.

Replies Filed: None.

Related Filings: Notice of Motion and Notice of Hearing [Docket No. 1280]; and

Affidavit of Service [Docket No. 1295].

Status: This matter will go forward.

### **III. CONTINUED OR ADJOURNED MATTERS**

There are no continued or adjourned matters at this time.

### **IV. CONTESTED MATTERS**

1. Motion for Order (I) Approving the Disclosure Statement; (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject the Plan, Including (A) Approving Form and Manner of Solicitation Procedures, (B) Approving Form and Notice of the Confirmation Hearing, (C) Establishing Record Date and Approving Procedures for Distribution of Solicitation Packages, (D) Approving Forms of Ballots, (E) Establishing Deadline For Receipt of Ballots and (F) Approving Procedures for Vote Tabulations; (III) Establishing Deadline and Procedures for Filing Objections (A) To Confirmation of the Plan, and (B) To Proposed Cure Amounts; and (IV) Granting Related Relief [Docket No. 1253].

Responses Filed: Response of Kensington Resource Group [Docket No. 1260];

Response to Debtors Disclosure Statement [Docket No.

1281];

Objections of Fireman's Fund Insurance Company to Disclosure Statement With Respect to Joint Plan of Liquidation of Canal Corporation and Certain of Its Affiliated Debtors [Docket No. 1286];

Letter from Clerk of Circuit Court of Brown County [Docket No. 1287];

Letter filed by E. Dale Wilkinson [Docket No. 1288];

Letter filed by Michaela Duke [Docket No. 1296];

Limited Objection of the ACE Companies to Disclosure Statement with Respect to Joint Plan of Liquidation of Canal Corporation and Certain of Its Affiliated Debtors [Docket No. 1299]; and

Letter filed by E. Dale Wilkinson [Docket No. 1300], which appears to be a duplicate of Docket No. 1288.

Informal Responses: The Debtors received informal comments from the staff of the United States Securities and Exchange Commission, which have been resolved through certain of the revisions in the First Amended Plan and related Disclosure Statement.

The Debtors received informal comments from Appleton Papers, Inc. and NCR Corporation, which have been resolved through certain of the revisions in the First Amended Plan and related Disclosure Statement.

The Debtors received informal comments from indenture trustees concerning the ballots, which have been resolved through certain of the revisions to the ballots.

Replies Filed: ***Reply in Support of Approval of Disclosure Statement in Response to Objection of Fireman's Fund Insurance Company [Docket No. 1316]; and***

***Reply in Support of Approval of Disclosure Statement in Response to Limited Objection of the ACE Companies [Docket No. 1317].***

Related Filings: Plan of Liquidation of Canal Corporation and Certain of its Affiliated Debtors [Docket No. 1251];

Disclosure Statement with Respect to Joint Plan of Liquidation of Canal Corporation And Certain Of Its Affiliated Debtors [Docket No. 1252];

Notice of Motion and Notice of Hearing [Docket No. 1254];

Affidavit of Service [Docket No. 1264];

Supplemental Affidavit of Service [Docket No. 1290];

Supplemental Affidavit of Service [Docket No. 1291];

First Amended Plan of Liquidation of Canal Corporation and Certain of its Affiliated Debtors [Docket No. 1307];

Disclosure Statement with respect to First Amended Plan of Liquidation of Canal Corporation and Certain of its Affiliated Debtors [Docket No. 1308]; and

Notice of Filing of Redlines to First Amended Plan and Disclosure Statement [Docket No. 1309].

*Notice of Filing of Revised Proposed Order [Docket No. 1319].*

Status: This matter will go forward.

**V. ADVERSARY PROCEEDING 10-03917**

1. *Motion to Dismiss [Adv. Proc. Docket No. 6].*
- Responses Filed* *Objection to Motion to Dismiss and Motion to Transfer Venue [Adv. Proc. Docket No. 8].*
- Replies Files* *Reply to Plaintiff's Objection to Motion to Dismiss [Adv. Proc. Docket No. 10].*
- Related Filings* *Notice of Hearing re Motion to Dismiss [Adv. Proc. Docket No. 7].*
- Notice of Objection to Motion to Dismiss and Motion to*

***Transfer Venue [Adv. Proc. Docket No. 9].***

***Status:***

***The parties have reached an agreement to resolve this adversary proceeding and seek to continue the hearing on these matters while they document and obtain Court approval of their settlement.***

Dated: February 15, 2011  
Richmond, Virginia

HUNTON & WILLIAMS LLP

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